

# **EXHIBIT B**

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re: ) Chapter 11  
)  
W.R. GRACE & CO., *et al.*,<sup>1</sup> ) Case No. 01-01139 (JKF)  
) (Jointly Administered)  
)  
Debtors ) Objection Deadline: *March 5, 2007*

**SUMMARY APPLICATION OF WOODCOCK WASHBURN FOR COMPENSATION FOR SERVICES AND REIMBURSEMENT OF EXPENSES AS ORDINARY COURSE PROFESSIONALS FOR W.R. GRACE & CO., ET AL., FOR THE MONTHLY PERIOD OF DECEMBER 1, 2006, THROUGH DECEMBER 31, 2006, FOR THE QUARTERLY FEE PERIOD OF OCTOBER THROUGH DECEMBER 2006**

Name of Applicant: Woodcock Washburn LLP

Authorized to Provide Professional Services to: W. R. Grace & Co., et al., Debtors and Debtors-in-Possession

Date of Retention as Special Litigation Counsel: Retention Order entered January 22, 2003

Date of Retention as Ordinary Course Professional: Order Permitting Expansion of Services entered April 15, 2005, on application made February 11, 2005.

Period for which compensation and reimbursement is sought: December 1, 2006 through December 31, 2006

Amount of Compensation sought as actual, reasonable and necessary: \$ 13,156.00

Amount of Expense Reimbursement sought as actual, reasonable and necessary: \$ 496.85

<sup>1</sup> The Debtors consist of the following 62 entities: W.R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W.R. Grace & Co.-Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-g II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W.R. Grace Capital Corporation, W.R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc.), Grace JVH, Inc., Asbestos Management, Inc., Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing System, Inc. (f/k/a Environmental Liability Management, Inc.), E&C Liquidating Corp., Emerson & Cuming, Inc., Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

Applicant Woodcock Washburn LLP submits this application for fees and expenses for the month of December 2006. This is the 46th application for interim compensation for services that has been filed with the Bankruptcy Court by Woodcock. The first 26 applications (covering the monthly periods January 2003 through February 2005) were limited to fees and expenses in connection with the specific matter for which Applicant had been retained as special litigation counsel: Representation of Debtor as intervening defendant in *David B. Bartholic and Intercat, Inc. v. Nol-Tec Systems, Inc. and W.R. Grace & Co.-Conn.*, civil action 03-CV-4886 (RHK/AJB), previously pending in the United States District Court for the District of Minnesota (the "Intercat suit"), now settled. On April 15, 2005, based on a motion made by Debtor on February 11, 2005, the Bankruptcy Court entered an order authorizing Woodcock to provide further services to Debtor in ordinary course in the field of intellectual property. This is the 20th monthly application that includes such ordinary course fees and expenses.

All monthly applications filed previously with the Court by Woodcock are identified in the following table:

Period Covered	Date Filed	Requested Fees	Requested Disbursements
1/1 - 1/31/03	June 9, 2003	\$11,423.35	\$184.10
2/1 - 2/28/03	June 9, 2003	29,216.00	684.22
3/1 - 3/31/03	June 9, 2003	14,351.00	647.43
4/1 - 4/30/03	June 3, 2003	14,268.50	244.41
5/1 - 5/31/03	July 11, 2003	20,293.50	703.19
6/1 - 6/30/03	August 1, 2003	24,087.00	2,822.23
7/1 - 7/31/03	September 18, 2003	14,157.50	1,834.84
8/1 - 8/31/03	October 17, 2003	5,120.00	2,346.40
9/1 - 9/30/03	November 6, 2003	18,536.00	2,143.81
10/1 - 10/31/03	December 16, 2003	26,622.50	7,747.17
11/1 - 11/30/03	January 23, 2004	46,329.50	22.29
12/1 - 12/31/03	February 11, 2004	60,218.00	13,537.76
1/1 - 1/31/04	March 29, 2004	117,384.00	34,007.41
2/1 - 2/29/04	April 13, 2004	66,216.00	16,476.09
3/1 - 3/31/04	April 27, 2004	96,991.00	8,235.63
4/1 - 4/30/04	June 16, 2004	111,132.00	14,316.26

5/1 - 5/31/04	July 19, 2004	104,787.00	14,642.22
6/1 - 6/30/04	July 29, 2004	117,125.00	8,779.51
7/1 - 7/31/04	September 17, 2004	85,802.00	10,905.33
8/1 - 8/31/04	October 22, 2004	102,078.00	9,582.05
9/1 - 9/30/04	November 9, 2004	156,479.00	32,088.05
10/1 - 10/31/04	December 17, 2004	169,846.00	69,597.98
11/1 - 11/30/04	January 14, 2005	203,792.00	29,179.11
12/1 - 12/31/04	February 11, 2005	164,958.00	92,377.99
1/1 - 1/31/05	March 18, 2005	176,884.00	28,342.86
2/1 - 2/28/05	April 15, 2005	157,122.50	125,892.70
3/1 - 3/31/05	May 10, 2005	196,913.00	143,160.77
4/1 - 4/30/05	June 21, 2005	124,598.70	6,544.89
5/1 - 5/31/05	July 20, 2005	198,043.00	45,257.99
6/1 - 6/30/05	August 11, 2005	82,795.50	28,829.43
7/1 - 7/31/05	September 15, 2005	53,078.50	578.90
8/1 - 8/31/05	October 12, 2005	44,755.00	4,009.23
9/1 - 9/30/05	November 22, 2005	47,211.00	146.73
10/1 - 10/31/05	December 16, 2005	18,168.50	665.33
11/1 - 11/30/05	January 31, 2006	11,158.00	17.20
12/1 - 12/31/05	March 10, 2006	4,340.00	12.38
1/1 - 1/31/06	March 29, 2006	3,470.00	80.82
2/1 - 2/28/06	April 19, 2006	4,121.50	300.25
3/1 - 3/31/06	May 4, 2006	8,338.50	2,055.56
4/1 - 4/30/06	July 7, 2006	10,612.50	4,762.62
5/1 - 5/31/06	July 13, 2006	54,925.00	2,871.85
6/1 - 6/30/06	August 4, 2006	108,519.50	669.50
7/1 - 7/31/06	October 3, 2006	44,957.50	425.85
8/1 - 8/31/06	October 31, 2006	4,800.50	87.00
9/1 - 9/30/06	None Submitted	-	-
10/1 - 10/31/06		6,974.00	225.13
11/1 - 11/30/06	None Submitted	-	-
TOTAL		\$3,097,841.00	\$775,504.23

During this fee period, Woodcock provided ordinary-course, intellectual property services in connection with two matters, which are detailed in the attached fee schedule for each matter, and also generated fees of \$1,010.00, included in the monthly total for this petition, attributable to preparation of the petition for October 2006 and the 22<sup>nd</sup> Quarterly Petition (representing 2.0 hours by Gary Levin at \$505/hour) in the category Fee Application, Applicant. Disbursements attributable to the ordinary course matters, as shown in the attached schedules,

were \$496.85. The Woodcock professionals who rendered ordinary course services during the fee period are:

Name of Professional	Position with the Applicant	Year Admitted to Bar	Department	Hourly Billing Rate	Total Billed Hours	Total Fees Generated
Gary H. Levin	Partner	1976	IP Litigation	\$505.00	24.8	\$12,524.00
Stephanie Barbosa	Associate	2005	IP Counseling	\$205.00	2.4	\$492.00
Noreen Garonski	Paralegal	-	IP Prosecution	\$175.00	0.8	\$140.00

Total Fees: \$13,156.00

Blended Rate: \$487.00

**WHEREFORE**, Applicant respectfully requests (a) that an allowance be made to it, as fully described above for (i) 80% of the amount of \$13,156.00 for reasonable and necessary professional services Applicant has rendered to the Debtors during the Fee Period (\$10,524.80) and (ii) 100% of the reimbursement of actual and necessary costs and expenses incurred by applicant during the Fee Period (\$496.85); and (b) that both fees and expenses are payable as administrative expenses of the Debtors' estates.

Respectfully submitted



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Dated: February 5, 2007

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re:	)	Chapter 11
	)	
W.R. GRACE & CO., <i>et al.</i> , <sup>2</sup>	)	Case No. 01-01139 (JKF)
	)	(Jointly Administered)
	)	
Debtors	)	Objection Deadline: <i>March 5, 2007</i>

**FEE DETAIL FOR WOODCOCK WASHBURN'S MONTHLY FEE APPLICATION**  
**FOR THE PERIOD DECEMBER 1, 2006 THROUGH DECEMBER 31, 2006**

<sup>2</sup> The Debtors consist of the following 62 entities: W.R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W.R. Grace & Co.-Conn., A-I Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-g II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W.R. Grace Capital Corporation, W.R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc.), Grace JVH, Inc., Asbestos Management, Inc., Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing System, Inc. (f/k/a Environmental Liability Management, Inc.), E&C Liquidating Corp., Emerson & Cuming, Inc., Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

**WRG-0071**  
**STUDY OF THIRD PARTY PATENTS DIRECTED**  
**TO CEMENT COMPOSITION PLASTICIZER**

12/01/2006	GHL	Telephone conference with Mr. Leon regarding further analysis of invalidity and non-infringement of third-party patent on cement additives, and begin review of files with further information as received from Mr. Leon.;	1.00
12/01/2006	SAB	Discussion with Mr. Levin regarding research needed about applicability of patentee's comment made in foreign prosecution to validity and claim scope in the U.S.	0.20
12/04/2006	GHL	Continued review of third-party patents and prior art references, and review of selected documents from proceedings in European revocation action relevant to invalidity analysis;	2.00
12/05/2006	GHL	Continued review of third-party patents and prior art references, review of materials received from Mr. Leon relating to Grace testing of its commercial plasticizers and testing of materials replicated from prior art references to determine molecular weight distributions relevant to claims of third-party patents;	2.50
12/05/2006	SAB	Legal research using online database searching issue of whether statements made by a patentee in foreign prosecution proceedings are relevant in U.S. proceedings. Discussions with Mr. Levin regarding pertinent facts. Analysis of search results. Discussions with Mr. Levin regarding results of search and analysis. Discussion of further research necessary;	2.00
12/06/2006	GHL	Study of file history of third-party patents and positions taken by that third-party in foreign oppositions regarding procedures for molecular weight analyses, as received from Mr. Leon, and continued review of materials relating to Grace testing of its commercial plasticizers and synthesis and testing of materials replicated from prior art references for invalidity analysis;	4.00
12/07/2006	GHL	Further study of third-party patents at issue and of all prior art as received from Grace; analysis of synthesis and testing procedures employed by Grace, and consideration of applicability of the procedures to non-infringement and invalidity positions;	3.50
12/08/2006	GHL	Continued review of the third-party patents and prosecution history and write-ups of Grace analyses of its commercial products and of GPC procedures used, in preparation for scheduled meeting with Grace personnel.;	1.00
12/08/2006	SAB	Discussion with Mr. Levin regarding results of legal searching on issue of admissions of patentee made in	.20

		foreign prosecution;	
12/11/2006	GHL	Travel time-travel to Cambridge Massachusetts for scheduled meeting; 2.6 hours billed at half.	1.30
12/12/2006	GHL	Travel-travel from Cambridge Massachusetts; 2 hours billed at half.	1.00
12/12/2006	GHL	Meeting in Grace's offices in Cambridge with Messrs. Baker, Leon, Jeknavorian, and Chun to review issues relating to analyses of Grace's commercial cement additives to determine possible relevance to those products of third-party patents and issues of synthesis and replication of prior art patents relevant to invalidity analysis of the third-party patents; further meeting with Mr. Gado to advise on options in view of the analyses.	6.50

## SERVICES

\$ 12,006.00

	GHL	GARY H. LEVIN	22.80	hours @	\$505.00
	SAB	STEPHANIE AL BARBOSA	2.40	hours @	\$205.00

## DISBURSEMENTS:

COMPUTER SEARCH	42.46
TRAVEL & EXPENSES	454.39

DISBURSEMENT TOTAL \$ 496.85

SERVICE TOTAL \$ 12,006.00

INVOICE TOTAL \$ 12,502.85



**WRG-0071**  
**STUDY OF THIRD PARTY PATENTS DIRECTED**  
**TO CEMENT COMPOSITION PLASTICIZER**

**12/11 – 12/12/2006 Travel and Expense: Vendor Gary H. Levin**

**Transportation:** Purpose of trip: Attendance at Meeting with Grace  
Representatives in Cambridge, MA

<b>12/11/2006</b>	Amtrak	
	Philadelphia, PA to Boston, MA	\$ 141.00
<b>12/12/2006</b>	U.S. Airways	
	Boston, MA to Philadelphia, PA	\$ 85.30
<b>Hotel:</b>		\$ 114.09
<b>Taxis and Tips:</b>		\$ 66.00
<b>Miles: 36 Miles @ per mile</b>		\$ 13.50
<b>Meals:</b>		\$ 12.50
<b>Parking Fees:</b>		\$ 22.00

TOTAL EXPENSE: \$ 454.39

**WRG-0076**  
**VALVED COVER SYSTEM**

12/19/2006	NG	Review of docket and preparation of correspondence to client advising of foreign filing deadline and requesting instructions pertaining to same;	0.80
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SERVICES \$ 140.00

	NG	NOREEN GARONSKI	0.80	hours @	\$175.00
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**INVOICE TOTAL \$ 140.00**

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**WRG-GEN**

11/28/2006	GHL	Fee Application, Applicant – Preparation of fee petition for 22 <sup>nd</sup> Quarterly Period.	0.80
11/29/2006	GHL	Further work on Fee Petition for 22 <sup>nd</sup> Quarterly Period	0.50
12/14/2006	GHL	Fee Application, Applicant – preparation of fee petition for October, 2006.	0.70

SERVICES \$ 1,010.00

	GHL	GARY H. LEVIN	2.00	hours @	\$505.00
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**DISBURSEMENTS:**

POSTAGE & DELIVERY \$ 57.89

DISBURSEMENT TOTAL \$ 57.89

SERVICE TOTAL \$ 1,010.00

INVOICE TOTAL \$ 1,067.89